

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Lerner Neil</u> (Last) (First) (Middle) C/O COMPASS THERAPEUTICS, INC. 80 GUEST STREET, SUITE 601 (Street) BOSTON MA 02135 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 12/09/2024	3. Issuer Name and Ticker or Trading Symbol <u>Compass Therapeutics, Inc. [CMPX]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <p style="text-align: center;">VP Finance</p>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	300,000	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	(1)	12/22/2030	Common Stock	90,000	5	D	
Stock Option (right to buy)	(2)	09/24/2031	Common Stock	40,000	3.5	D	
Stock Option (right to buy)	(3)	11/16/2031	Common Stock	85,000	3.83	D	
Stock Option (right to buy)	(4)	02/18/2032	Common Stock	50,000	2.4	D	
Stock Option (right to buy)	(5)	02/07/2033	Common Stock	80,000	3.93	D	
Stock Option (right to buy)	(6)	02/08/2034	Common Stock	60,000	1.57	D	
Stock Option (right to buy)	(7)	08/12/2034	Common Stock	175,000	1.2	D	

Explanation of Responses:

- The options vest as follows: 25% on November 30, 2021, with the remaining over 36 substantially equal monthly installments starting December 30, 2021.
- The options vest over 48 substantially equal monthly installments starting October 24, 2021.
- The options vest over 48 substantially equal monthly installments starting December 16, 2021.
- The options vest over 48 substantially equal monthly installments starting March 18, 2022.
- The options vest over 48 substantially equal monthly installments starting March 8, 2023.
- The options vest over 48 substantially equal monthly installments starting March 9, 2024.
- The options vest over 48 substantially equal monthly installments starting September 13, 2024.

/s/ Neil Lerner

12/10/2024

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

